

August 21, 1979

AUG 24 1979 - 2 45 PM

Secretary, Interstate Commerce Commission Washington, D.C. 20423

INTERSTATE COMMERCE COMMISSION

Dear Sir:

Enclosed are the original and two (2) executed counterparts of an Amendment to Equipment Trust Agreement which amends the Oneida & Western Transportation Company Equipment Trust Agreement dated as of July 27, 1979 which was recorded with the Interstate Commerce Commission on July 31, 1979 at 1:15 p.m. (receiving Recordation No. 10686). The parties to the Amendment to Equipment Trust Agreement are:

Title

Name and Address

Company:

Oneida & Western Transportation

Company

300 Forrest Park Blvd.

Knoxville, Tennessee 37919

Trustee:

Citizens Fidelity Bank and

Trust Company

P. O. Box 33000

Louisville, Kentucky 40232

Attn: Citizens Fidelity Energy Co.

The Amendment reflects the acquisition of additional Trust Equipment by the Trustee, specifically:

Two (2) Steel Sheathed, Bay Window Compact Body Cabooses manufactured by PACCAR, Inc., International Car Co. Division, Kenton, Ohio, with: (i) Road Initials and Numbers OWTX9990 and OWTX9999, and (ii) AAR Mechanical Designation NE.

Lot Rinkt

Secretary, Interstate Commerce Commission August 21, 1979 Page Two

I respectfully request that the original of these documents be recorded with the Equipment Trust Agreement under the provisions of 49 U.S.C.A. §11303 (1979) (formerly §20c of the Interstate Commerce Act).

I would also appreciate your receipting one of the counterparts by both date stamp and letter and returning it, along with the original, to Citizens Fidelity Bank and Trust Company (Trustee) at the above address.

The undersigned certifies that he is an officer of the Trustee and that he has knowledge of the matters set forth in the enclosed Amendment.

Sincerely,

C. Howard Capito

Assistant Vice President

CHC/rc Enclosures

Interstate Commerce Commission Wiashington, D.C. 20423

8/24/79

OFFICE OF THE SECRETARY

C. Howard Capito As istant Vice Pres. Citizens Fidelity Bank & Trust Co. Citizens Plaza, P.O. Box 33000 Louisville, Kentucky 40232

Dear

Sir:

The enclosed document(s) was recorded pursuant to the prosions of Section 11303 of the Interstate Commerce Act, 49 U.S. 11303, on at , and assigned re-2:45pm recordation mimber (s).

10686-B & 10686-C Sincerely yours,

agatha X. Murgeneric Agatha L. Mergenovich Secretary

Enclosure(s)

RECORDATION NO 10686-B

AUG 24 1979 - 2 45 PM

AMENDMENT TO EQUIPMENT TRUST AGREEMENT INTERSTATE COMMERCE COMMISSION

The undersigned parties to the Oneida & Western Transportation Company Equipment Trust Agreement dated as of July 27, 1979, do hereby agree that Exhibit A to that Agreement shall be amended by adding Car Numbers and AAR Mechanical Designation Numbers for two (2) cabooses (described therein) as is shown on the amended Exhibit A which is attached hereto, incorporated herein by reference and reaffirmed, as amended, by the undersigned.

The undersigned understand that this Amendment will be effective on that date on which the holders of sixty-five percent (65%) of the aggregate unpaid principal amount of the Equipment Trust Certificates now outstanding consent to this Amendment.

CITIZENS FIDELITY BANK AND TRUST COMPANY, TRUSTEE

By:

Title: ast Corporate Turt officer

ONEIDA & WESTERN TRANSPORTATION

COMPANY

- , ----

itle: <u>President</u>

STATE OF KENTUCKY

SS

COUNTY OF JEFFERSON

personally appeared DC METCALE, ASST CORPORATE TRUST

of Citizens Fidelity Bank and Trust Company,
known to me to be the person whose name is subscribed to the
foregoing instrument, and acknowledged to me that he executed

the same for the purposes and consideration therein expressed, in the capacity therein stated and as the act and deed of said Company.

of <u>(ugust</u>, 1979.

Notary Public

Ky. State at Large

STATE OF TENNESSEE)
) SS:
COUNTY OF KNOX)

BEFORE ME, the undersigned authority, on this day personally appeared B. Ray Thompson, Jr., Partner Pres. of Oneida & Western Transportation Company, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed, in the capacity therein stated and as the act and deed of said Company.

of <u>August</u>, 1979.

Norma G. Shephard
Notary Public

My commission expires Jan. 19, 1981

EXHIBIT A

Description of Trust Equipment

Description	Manufacturer Q	uantity	Company's Car Numbers (all inclusive)	AAR Mechanical Designation	Date of Earliest Service
105-Ton Rotary Dump Bathtub Type Gondola Cars	Whittaker Corpora- tion, Berwick Forge and Fabricating Division, Berwick, PA	154	OWTX99001- OWTX99154	GTS	June 1, 1979
105-Ton Rotary Dump Bathtub Type Gondola Cars	Whittaker Corpora- tion, Berwick Forge and Fabricating Division, Berwick, PA	26			June 1, 1979
3000 hsp. Model SD40-2 Locomotives	General Motors Corporation, Electro- Motive Division, LaGrange, IL	8			June 1, 1979
Steel Sheathed Bay Window Compact Body Cabooses	PACCAR, Inc., Inter- national Car Co., Division, Kenton, OH	2	OWTX9990 and OWTX9999	NE	June 1, 1979